

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re
W.R. GRACE & CO., et al.,
Debtors.

} Chapter 11
} Case No. 01-01139 (KJC)
} Jointly Administered
D.I. 32435, 32450

**ORDER APPROVING FIRST POST-EFFECTIVE DATE ADMINISTRATIVE
FEE AND EXPENSE REQUEST OF WARREN H. SMITH & ASSOCIATES, P.C.,
AS FEE AUDITOR, FOR ALLOWANCE OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES**

AND NOW, this 18th day of November, 2014, upon consideration of the First Post-Effective Date Administrative Fee and Expense Request of Warren H. Smith & Associates, P.C., for Allowance of Compensation and Reimbursement of Expenses (the "Application") dated October 21, 2014, the Court having been satisfied that the interim compensation and reimbursement requested therein is reasonable and justified given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services and (e) the costs of comparable services in cases other than cases under Title 11, and after notice and a hearing;

IT IS HEREBY ORDERED that the Application is given final approval and that the Reorganized Debtors, or their successors in interest, are authorized and directed to pay to Warren H. Smith & Associates, P.C., the sum of \$232,711.00 as compensation for necessary professional services rendered for the period February 4, 2014 through October 20, 2014, and the sum of \$11,605.53 for reimbursement of actual and necessary costs and expenses incurred for the same period.

The Honorable Kevin J. Carey
United States Bankruptcy Judge